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This decision is important because it establishes a precedent for a question which has never before been passed upon in any reported case. The section of the act in question, 57 N, reads, "claims shall not be proved against the bankrupt estate subsequent to one year after the adjudication." The section just quoted, however, must be considered in connection with No. 21 of the general orders in bankruptcy, adopted by the Supreme Court under the authority of § 80 of the bankruptcy act, which provides that that court may prescribe or amend all necessary rules, forms and orders as to procedure and for carrying the act into force and effect. The general order mentioned above is to the effect that "proofs of debts received by any trustee shall be delivered to the referee to whom the cause is referred." The bankruptcy act provides in § 57 c that claims, after being proved, may be filed in the court where the proceedings are pending or before the referee, but this does not prevent their being filed elsewhere prior to their allowance. Order No. 21 was, therefore, not beyond the power of the court to make but was an amplification of the law in regard to procedure and provided that the claims might be filed with the trustee. When they are received by him they are, in legal effect, received by the court and having been received by him under authority of the law the proofs are thereby sufficiently filed so far as concerns the creditors. If the trustee fails to file them, it is a neglect of duty of an officer of the court and the creditor is not responsible.

BANKS AND BANKING—LIABILITY OF STOCKHOLDERS—UNREGISTERED TRANSFER.—Action by the assignee of an insolvent banking company against Nicol as holder of ten shares of stock, to enforce the statutory "double liability." Nicol had transferred his certificate to a purchaser in the presence of, and with the aid of, the cashier of the company, and having requested the latter to do everything necessary to make the transfer legal, was assured that nothing remained to be done. The company had no stock-book, nor was the transfer registered as required by §§ 545 and 546 Ky. St. 1903. *Held,* Mr. JUSTICE NUNN, dissenting, that Nicol was not liable. *Bracken et al.* v. *Nicol* (1907), — Ky. —, 99 S. W. Rep. 920.

§ 545 of the statute in question provided that "the shares of stock shall be transferred on the books of the corporation in such manner as the by-laws thereof may direct. * * *" The dissenting justice viewed this provision as mandatory. Indeed, "the general rule therefore is, that where the governing statute or the by-laws of the company require that transfers of its shares shall be noted on the books of the company—then, unless the transfer is so registered on the company's books, the transferrer remains liable to the creditors of the company in the event of its insolvency, although, as between him and the transferee, the transfer may have been out and out." 3 THOMP. CORP. § 3284. But there is an exception to this rule, stated by this court thus: "And so we hold that a shareholder in a corporation, although he may be a director, who in perfect good faith, and under circumstances free from any suspicion of fraud, or a desire to escape liability, sells his stock, and does everything connected with the transfer that he honestly believes is necessary to make it effective, and that a prudent business man should do,

and who requests the officers in active charge of the corporation, and who have the control of its books in making the transfer, to do everything that is necessary to perfect it in a legal way, and is informed by them that there is nothing more to be done, will be relieved from future liability as a shareholder." The authorities and decisions that follow warrant this statement. In many of the cases the statute involved was substantially the present one. COOK, CORPORATIONS, § 258; 3 THOMP. CORP., § 3285; *Hunt* v. *Seeger* (1904), 91 Minn. 264; *Foster* v. *Row* (1899), 120 Mich. 1, 79 N. W. 696, 77 Am. St. Rep. 565; *The Chemical National Bank* v. *Colwell* (1892), 132 N. Y. 250, 30 N. E. 644; *Whitney* v. *Butler* (1886), 118 U. S. 655, 7 Sup. Ct. Rep. 61, 30 L. Ed. 266; *Cox* v. *Elmendorf et al.* (1896), 97 Tenn. 518, 37 S. W. 387; *Basting* v. *Northern Trust Co.* (1895), 61 Minn. 307; *Matterson* v. *Dent* (1899), 176 U. S. 521, 531; *Earle* v. *Coyle* (1899), 95 Fed. 99; *Young* v. *McKay* (1892), 50 Fed. 394; *Snyder* v. *Foster* (1896), 73 Fed. 137. Certain early cases unfavorable to the doctrine of the principal case, are disposed of by Mr. JUSTICE HARLAN in *Whitney* v. *Butler, supra,* p. 661. And of the following cases, most of them will be found to be distinguishable from, or at least reconcilable with, the principal case. *Russell* v. *Easterbrook* (1898), 71 Conn. 50; *Harpold et al.* v. *Stobart* (1889), 46 Ohio St. 397; *Richmond* v. *Irons* (1886), 120 U. S. 27, 7 Sup. Ct. Rep. 788; *Cook et al.* v. *Carpenter et al.* (1905), 61 Atl. 804, 212 Pa. St. 177; *Shallington* v. *Howland* (1873), 67 Barb. 14; *Perkins* v. *Lyons et al.* (1900), 82 N. W. 486; *Harper* v. *Carroll* (1896), 69 N. W. 610; *Pine* v. *Western Nat. Bank* (1901), 65 Pac. 690.

BANKS AND BANKING—WHAT IS A BANK?—This was a suit against an indorser on a bill of exchange which had been discounted for him by W. J. West & Co. *Held,* evidence that said West & Co. were in the money-lending business, discounting notes, bills, etc., but did not receive deposits; that they had out a sign "W. J. West & Co., Bankers," and advertised as bankers, but were not chartered; and that the company was composed of W. J. West alone, there being no evidence that said West & Co. performed any of the other functions of a bank than those indicated above, fails to show that West & Co. was a bank or banker's office within the meaning of Civ. Code 1895, § 3688, which provides, "It shall not be necessary to protest in order to bind indorsers, except in the following cases, to wit: * * * 2. When paper is discounted at a bank or banker's office. * * *" *Davis* v. *W. J. West & Co.* (1907), — Ga —, 56 S. E. Rep. 403.

It would seem that, even if the definition of a bank were not broad enough to apply in this case, the added words "banker's office" should include the business of West & Co. (supra) within the meaning of the statute. The terms "bank" and "banker," within the purview of the U. S. internal revenue laws, are thus defined: "Every incorporated or other bank, and every person, firm, or company having a place of business * * * where stocks, bonds, bullion, bills of exchange, or promissory notes are received for discount or for sale, shall be regarded as a bank or as a banker." U. S. Rev. Statutes, § 3407. It has been held that the term "banker" includes all the business of a money-changer or money-lender. *Hinckley* v. *City of Belle-*